

11 March 2026

Subject: Notice of the 2026 Annual General Meeting Shareholders

To: The Shareholders
Plan B Media Public Company Limited

Enclosures:

1. Annual Report 2025 (Form 56-1 One Report) and copies of the Statement of Financial Position and Statement of Comprehensive Income for FY2025 for the accounting period ended 31 December 2025 (in QR Code format)
2. Information on the person nominated for election as a Company director
3. Information on the person nominated for appointment as a new director
4. Details of the proposed amendments to the Company's Articles of Association (Agenda 8)
5. Relevant provisions of the Company's Articles of Association relating to shareholders' meetings
6. Information on independent directors for shareholders' proxy appointment and the definition of an independent director
7. Proxy Forms (Forms A, B, and C)
8. Identity verification and instructions for attending the 2026 Annual General Meeting of Shareholders via electronic media (E-AGM)
9. User manual for the electronic meeting system for shareholders' meetings

By this letter, Plan B Media Public Company Limited (the "**Company**") would like to inform you that the Board of Directors' Meeting No. 1/2026, held on Thursday, 12 February 2026, resolved to convene the Company's Annual General Meeting of Shareholders for 2026 on 9 April 2026 at 2:00 p.m., to be held via electronic media in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other applicable laws and regulations, to consider the matters in accordance with the following agenda items.

Agenda 1 To acknowledge the Company's performance for the year 2025

Objective and rationale: The Company has already summarized its operating results and significant changes that occurred during 2025 in the Company's Annual Report 2025. Details are set out in **Enclosure 1** (Form 56-1 One Report 2025, under the section "Significant Changes and Developments in 2025"), which is provided to shareholders together with this Notice of Meeting.

Board's Opinion: The Board of Directors deems it appropriate to propose that the shareholders' meeting acknowledge the significant changes and developments that occurred during 2025, as detailed above.

Voting: This agenda item is for acknowledgement; therefore, no voting is required.

Agenda 2 To consider and approve the statements of financial positions and comprehensive income statements of the year 2025 for the fiscal year ended 31 December 2025

Objective and rationale: To comply with Section 112 of the Public Limited Companies Act B.E. 2535 (1992), as amended (the “Public Limited Companies Act”), and Article 36 of the Company’s Articles of Association, which require the Company to prepare a balance sheet and profit and loss accounts as of the end of each accounting period and submit them for approval by the shareholders’ meeting at each annual general meeting.

In this regard, the Company has prepared the Statement of Financial Position and the Statement of Comprehensive Income for FY2025 for the accounting period ended 31 December 2025, details of which are set out in **Enclosure 1** (Form 56-1 One Report 2025, Part 3: Financial Statements for FY2025 for the accounting period ended 31 December 2025) and provided to shareholders together with this Notice of Meeting. The aforesaid financial statements have been audited by a certified public accountant, reviewed by the Audit Committee, and approved by the Board of Directors.

Board’s Opinion: The Board of Directors deems it appropriate to propose that the shareholders’ meeting approve the Statement of Financial Position and the Statement of Comprehensive Income for FY2025 for the accounting period ended 31 December 2025, which have been audited by a certified public accountant, reviewed by the Audit Committee, and approved by the Board of Directors.

Voting: The resolution for this agenda item must be passed by a majority of the total votes cast by shareholders attending the meeting, excluding abstentions from the vote count.

Agenda 3 To consider and approve the allocation of profit as legal reserve and dividend payment for the year 2025

Objective and rationale: Pursuant to Section 115 of the Public Limited Companies Act B.E. 2535 (1992), as amended, and Articles 44 and 45 of the Company’s Articles of Association, the Annual General Meeting of Shareholders is required to consider the appropriation of profits and the payment of annual dividends. The Board of Directors may also, from time to time, consider paying interim dividends if the Company has sufficient profits. Once interim dividends have been paid, the Company must report such payment to shareholders at the next shareholders’ meeting. In addition, the Company is required to allocate at least 5% of annual net profit after deducting accumulated losses (if any) to the legal reserve until such reserve reaches at least 10% of the registered capital. At present, the Company has fully allocated the legal reserve as required by law.

For FY2025, the Company reported net profit after corporate income tax based on the separate financial statements, equivalent to net profit per share of THB 0.25. The Board of Directors' Meeting No. 8/2025 held on 11 November 2025 resolved to approve the payment of an interim dividend to shareholders at THB 0.1674 per share, totalling approximately THB 770,000,000, and the Company has already paid such interim dividend on 9 December 2025. The Company therefore deems it appropriate to report the payment of the interim dividend to the shareholders at this meeting for acknowledgement.

In addition, the Company proposes that the Annual General Meeting of Shareholders for 2026 consider approving the payment of a final dividend for FY2025 at THB 0.0435 per share, totalling approximately THB 200,000,000, to be paid out of retained earnings. As a result, together with the interim dividend already paid, the total dividend payment for FY2025 would be THB 0.2109 per share, or approximately THB 970,000,000 in total. The Company has set the record date for shareholders entitled to receive the dividend as Tuesday, 21 April 2026, and the dividend payment date as Friday, 8 May 2026, subject to approval by the Annual General Meeting of Shareholders for 2026.

The Company's dividend policy is to pay dividends of not less than 50% of net profit after corporate income tax based on the separate financial statements and after allocation of the legal reserve. In considering each dividend payment, the Company balances the best interests of shareholders with the need to retain funds for future investments, repayment of borrowings, and/or working capital. Based on the FY2025 operating results, the proposed dividend represents 87.7% of net profit under the separate financial statements.

Details of dividend payments:

Detail	2023	2024	2025
Interim dividend	0.0748	0.1166	0.1674
Year-end dividend	-	-	0.0435
Total dividend	0.0748	0.1166	0.2109

Note: For 2023 and 2024, the Company paid dividends only in the form of interim dividends; therefore, there was no final dividend for those year.

Board's Opinion: The Board of Directors has considered and is of the view that the proposed dividend for FY2025 at THB 0.2109 per share, to be paid out of retained earnings, is appropriate. In reaching this conclusion, the Board has considered the Company's cash flow, as well as its investment plans and/or divestment plans relating to the businesses currently operated by the Company, and considers that the proposed dividend is in line with the Company's dividend policy.

The Board therefore deems it appropriate to propose that the shareholders' meeting consider and approve the dividend payment for the operating results for FY2025

Voting: The resolution for this agenda item must be passed by a majority of the total votes cast by shareholders attending the meeting.

Agenda 4 To consider and approve the appointment of directors in replacement of those who must retire by rotation

Objective and rationale: Pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992), as amended, and Article 17 of the Company's Articles of Association, at each Annual General Meeting of Shareholders, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be divided exactly into three parts, the number of directors closest to one-third (1/3) shall retire. Directors retiring by rotation may be re-elected.

For the Company's 2026 Annual General Meeting of Shareholders, two (2) directors are due to retire by rotation, as follows:

1. Pinijsorn Luechaikajornpan, Ph.D. Director
2. Mr. Arnon Pornthiti Director

However, as Mr. Arnon Pornthiti has submitted his resignation from the directorship to the Company, effective from 12 February 2026, the Board of Directors therefore deems it appropriate to propose that the meeting consider the election of one (1) director, namely Pinijsorn Luechaikajornpan, Ph.D., to be re-elected as a director for another term, as he possesses the knowledge and capabilities that would be beneficial to the Company's management. The information and brief biography of the director retiring by rotation have been provided to shareholders together with this Notice of Meeting as **Enclosure 2**.

The Company provided shareholders with an opportunity to propose candidates for selection as directors in advance during the period from 10 October 2025 to 29 December 2025; however, no shareholder proposed any additional candidates for selection as directors.

Board's Opinion: The Nomination and Remuneration Committee has considered the matter and resolved to propose to the Board of Directors that the shareholders' meeting be asked to approve the re-election of Pinijsorn Luechaikajornpan, Ph.D., a director retiring by rotation, to serve as a director for another term. The Board of Directors has considered the matter and deems it appropriate to submit the proposal to the shareholders' meeting for approval.

Voting: The resolution for this agenda item must be passed by a majority of the total votes cast by shareholders attending the meeting, excluding abstentions from the vote count.

Agenda 5 To consider the election of a new director

Objective and rationale: To ensure continuity and effectiveness in the Company's governance and management, and to maintain the number of directors in accordance with the Company's governance structure, the Nomination and Remuneration Committee has considered the qualifications, knowledge, capabilities, and experience appropriate for the Company's business direction. The Committee resolved to propose that the Board of Directors submit to the shareholders' meeting for approval of the appointment of Mr. Naphat Trungtrachitkul as an additional new director of the Company, as he possesses the knowledge, experience, and expertise beneficial to the Company's operations, and he meets the qualifications and does not have any prohibited characteristics under the Public Limited Companies Act B.E. 2535 (1992) and the Securities and Exchange Act B.E. 2535 (1992), as amended, as well as relevant notifications. If approved by the shareholders' meeting, the Company will have a total of eight (8) directors.

The information and brief biography of the person nominated for appointment as an additional new director have been provided to shareholders together with this Notice of Meeting as **Enclosure 3**.

Board's Opinion: The Board of Directors has considered the matter and deems it appropriate to propose that the shareholders' meeting approve the appointment of Mr. Naphat Trungtrachitkul as an additional new director of the Company.

Voting: The resolution for this agenda item must be passed by a majority of the total votes cast by shareholders attending the meeting, excluding abstentions from the vote count.

Agenda 6 To consider and approve the remuneration of directors for the year 2026

Objective and rationale: To Pursuant to Section 90 of the Public Limited Companies Act and Article 36 of the Company's Articles of Association, the Annual General Meeting of Shareholders is required to consider and approve the directors' remuneration. In this regard, the Nomination and Remuneration Committee has carefully and thoroughly reviewed the appropriateness of the proposed directors' remuneration, considering the Company's operating performance and business size, as well as the duties and responsibilities of the Board of Directors, and sub-committees. The proposed remuneration has also been benchmarked against remuneration rates of companies of comparable size within the same industry. After due consideration, the Board of Directors concurs with the Nomination and Remuneration Committee. Accordingly, the Board deems it appropriate to propose that the Meeting of Shareholders approve the remuneration of the Company's directors and sub-committee members for 2026 (B.E. 2569) in an amount not exceeding THB 4,800,000, with details as follows.

Monthly Remuneration of the Board of Directors of the Company (in the case that the directors are appointed during the month, the remuneration shall be calculated on a pro-rata basis)

No.	Position	2026 (Proposed year)	2025
1.	Chairman of the Board of Directors	THB 50,000/month	THB 50,000/month
2	Vice Chairman of the Board of Directors	THB 40,000/month	-
2.	Directors	THB 30,000/month	THB 30,000/month

Monthly Remuneration of the Audit Committee (in the case that the directors are appointed during the month, the remuneration shall be calculated on a pro-rata basis)

No.	Position	2026 (Proposed year)	2025
1.	Chairman of the Audit Committee	THB 30,000/month	THB 30,000/month
2.	Audit Committee Member	THB 20,000/month	THB 20,000/month

Meeting Allowance of the Nomination and Remuneration Committee

No.	Position	2026 (Proposed year)	2025
1.	Chairman of the Nomination and Remuneration Committee	THB 20,000/time/person	THB 20,000/time/person
2.	Nomination and Remuneration Committee Member	THB 15,000/time/person	THB 15,000/time/person

Meeting Allowance of the Risk Management Committee

No.	Position	2026 (Proposed year)	2025
1.	Chairman of the Risk Management Committee	THB 20,000/time/person	THB 20,000/time/person
2.	Risk Management Committee Member	THB 15,000/time/ person	THB 15,000/time/person

Meeting Allowance of the Corporate Governance and Sustainability Committee

No.	Position	2026 (Proposed year)	2025
1.	Chairman of the Corporate Governance and Sustainability Committee	THB 20,000/time/person	THB 20,000/time/person
2.	Corporate Governance and Sustainability Committee Member	THB 15,000/time/ person	THB 15,000/time/person

In addition, the Company deems it appropriate to set the annual gratuity payment framework for the Company's directors for 2026 (B.E. 2569) in an amount not exceeding THB 7,200,000. In this regard, the Board of Directors considers it appropriate to propose that the Meeting of Shareholders authorize the Nomination and Remuneration Committee to allocate such amount among individual directors and other sub-committee members within the limit approved by the Meeting of Shareholders, without any other benefits

Board's Opinion: The Board of Directors deems it appropriate to propose that the Meeting of Shareholders approve the directors' remuneration for 2026 (B.E. 2569) in an amount not exceeding THB 4,800,000, and approve the gratuity payment framework in an amount not exceeding THB 7,200,000, in accordance with the details proposed in all respects.

Voting: The resolution for this agenda item must be approved by a vote of not less than two-thirds of the total votes of shareholders attending the meeting, with abstentions counted as part of the voting base.

Agenda 7 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2026

Objective and rationale: Pursuant to Section 120 of the Public Limited Companies Act and Article 36 of the Company's Articles of Association, the Annual General Meeting of Shareholders is required to appoint the Company's auditor and approve the audit fee each year. In addition, under the Capital Market Supervisory Board Notification No. TorJor. 44/2556 regarding the criteria, Under conditions and procedures for reporting and disclosure of information on the financial Under position and operating results of securities issuers (as amended), the Company is required to implement auditor rotation if the auditor has served for 7 consecutive fiscal years. An auditor who has ceased to perform duties due to auditor rotation may be re-appointed only after at least five consecutive fiscal years have elapsed from the date such auditor ceased to perform duties.

In this regard, the Board of Directors has considered and deems it appropriate to propose that the Meeting of Shareholders appoint auditors from EY Office Limited ("EY") as the Company's

auditors for 2026 (B.E. 2569), and designate any one of the following auditors to audit and express an opinion on the Company's financial statements.

1. Mr. Kittiphun Kiatsomphob Certified Public Accountant No. 8050 (has served as the Company's auditor for 1 year and has signed the Company's financial statements for 1 year) and/or
2. Ms. Kessirin Pinpuvadol Certified Public Accountant No. 7325 (has served as the Company's auditor for 1 year but has not signed the Company's financial statements) and/or
3. Mr. Preecha Arunnara Certified Public Accountant No. 5800 (has served as the Company's auditor for 1 year but has not signed the Company's financial statements)

In the event that any of the auditors listed above is unable to perform his/her duties, EY Office Limited shall appoint another qualified auditor of EY to perform the audit and act as the Company's auditor in replacement.

In this regard, the auditor of the Company's subsidiaries shall be an auditor from the same audit firm as the Company.

In addition, the Board of Directors deems it appropriate to propose that the Meeting of Shareholders approve the audit fee for the Company and its subsidiaries for the 2026 fiscal year (B.E. 2569) in the amount of THB 10,501,000, excluding other service fees (non-audit fees). The details can be segregated as follows.

Auditor Fee	2026 (Proposed year)	2025 Incurred	2025 Approved by the shareholders
Auditor Fee of the Company	THB 3,100,000	THB 3,100,000	THB 2,900,000
Audit Fee of subsidiaries	THB 7,401,000 (16 companies)	THB 7,700,000 (17 companies)	THB 6,640,000 (16 companies)
Total Audit Fee of the Company and subsidiaries	THB 10,501,000	THB 10,800,000	THB 9,540,000
Non-audit fee	None	None	None

The appointment of the Company's auditor and the determination of the audit fee as stated above have been approved by the Audit Committee. In this regard, the Audit Committee has considered the auditors' qualifications and work experience and is of the view that EY Office Limited is an independent audit firm with audit expertise, and that the proposed audit fee is appropriate.

In addition, the three auditors listed above have no relationship or interest with the Company, its subsidiaries, directors, executives, major shareholders, or any related persons. Moreover, none of the auditors has served as the Company's auditor for more than seven years.

Board's Opinion: The Board of Directors deems it appropriate to propose that the Meeting of Shareholders approve the appointment of auditors from EY Office Limited as the Company's auditors for 2026 (B.E. 2569) and approve the audit fee in the amount of THB 10,501,000, in accordance with the details proposed in all respects.

Voting: The resolution for this agenda item must be approved by a majority of the total votes cast by shareholders attending the meeting, excluding abstentions from the vote count.

Agenda 8 To consider and approve the amendment to Article 30 of the Company's Articles of Association regarding Directors' Authority

Objective and rationale: To ensure that the Company's Articles of Association remain accurate and up to date following the change in the Company's authorized signatories as a result of Mr. Arnon Porndhiti's resignation, and to enhance management flexibility and streamline operational procedures to align with the Company's evolving business size and value. This will support more efficient operations and enable the Company to better achieve its objectives.

Accordingly, the Company proposes that the Meeting of Shareholders approve the amendment to Article 30 (Directors' Authority) by revising the wording from specifying "names" to specifying the "number of directors required to sign jointly," in order to avoid the need to amend the Articles of Association each time there is a change in directors' names. The proposal also includes granting authority to the Board of Directors to determine and amend, as appropriate, the names of the directors who are authorized to sign and bind the Company.

Therefore, it is deemed appropriate to propose that the Meeting of Shareholders approve the amendment to Article 30 (Directors' Authority) with details as follows.

The Company proposes to repeal the existing text of Article 30 in its entirety and replace it with the following:

"Article 30 The authorized signatories of the Company shall be two (2) directors signing jointly and affixing the Company's seal, except in the following cases where three (3) directors shall sign jointly and affix the Company's seal:

1. Any contract with over 200,000,000 baht liability or any guarantee on that liability
2. Any acquisition or sales of assets worth over 200,000,000 baht
3. Any lease contract, service contract, concession contract or real-estate lease contract with rental fees throughout contract duration of over 200,000,000 baht

4. Any contract worth over or with expenses or obligations of over 200,000,000 baht
5. Any loan made worth over 200,000,000 baht by the Company
6. Any pledge of Company's assets

The Board of Directors is authorized to determine and amend, as appropriate, the name(s) of director(s) who are authorized to sign and bind the Company”

Details comparing the original text and the proposed amended text are set out in **Enclosure 4** (Details of Amendments to the Company's Articles of Association for Agenda Item 8).

Board's Opinion: The Board of Directors has considered and deems it appropriate to propose that the Meeting of Shareholders approve the amendment to the Company's Articles of Association, Article 30 (Directors' Authority), by repealing the existing text of Article 30 in its entirety and replacing it with the wording proposed under this agenda item, in order to enhance management flexibility and streamline operational procedures, while maintaining appropriate prudence and corporate governance oversight.

In addition, the Board of Directors deems it appropriate to propose that the Meeting of Shareholders authorize any person, as deemed appropriate by the Board, to proceed with the registration of the amendment to the Company's Articles of Association, including having the authority to make any amendments and/or additional changes to the wording as required by the Registrar, as necessary and appropriate, provided that such changes do not affect the material substance of the amendment, in order to complete the registration of the amendment.

Voting: The resolution for this agenda item must be approved by a vote of not less than three-fourths of the total votes of shareholders attending the meeting and casting their votes, excluding abstentions from the vote count basis.

Agenda 9 Other matters (if any)

Shareholders holding shares in an aggregate amount of not less than one-third of the total issued shares are entitled to request that the Meeting consider other matters in addition to those specified in the agenda set out in the notice of meeting.

The Company has determined the record date for shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) as 27 February 2026 (B.E. 2569), and the record date for shareholders entitled to receive the dividend as Tuesday, 21 April 2026 (B.E. 2569), subject to approval by the 2026 Annual General Meeting of Shareholders.

The Company has published the notice of the shareholders' meeting together with the supporting documents on the Company's website at www.planbmedia.co.th since 11 March 2026 (B.E. 2569). The

Company therefore invites shareholders to attend the 2026 Annual General Meeting of Shareholders on Thursday, 9 April 2026 (B.E. 2569) at 2.00 p.m., to be held via electronic means (e-Meeting). The meeting will be conducted in accordance with the Company's Articles of Association, Chapter 6 (Shareholders' Meetings), as detailed in **Enclosure 5** (Extract of the Company's Articles of Association relating to shareholders' meetings).

The Company kindly requests shareholders and/or proxy holders to review the registration procedures and prepare the required identity verification documents, as well as to review the voting procedures and steps for joining the meeting, as detailed in **Enclosure 8** (Identity Verification and Procedures for Attending the 2026 Annual General Meeting of Shareholders via Electronic Means) and **Enclosure 9** (User Manual for the Electronic Meeting System for Shareholders' Meetings).

Individual shareholders who wish to use their national identification card or use other documents for identity verification (e.g., a passport) for identity verification may register to verify their identity for attending the 2026 Annual General Meeting of Shareholders during the period between April 1, 2026 at 08.30 a.m. and shall be closed on April 9, 2026 until the end of the meeting at:

URL: <https://fort.inventech.co.th/PLANB358602R#/homepage>

or QR Code:



For juristic person shareholders, or shareholders who wish to appoint a proxy to attend the meeting on their behalf, please submit the identity verification documents together with the proxy form (if a proxy is appointed), as detailed in **Enclosure 8** (Identity Verification and Procedures for Attending the 2026 Annual General Meeting of Shareholders via Electronic Means). However, the Company kindly encourages shareholders to appoint the Company's independent director as proxy instead of attending the meeting via the electronic system in person. If any shareholder wishes to receive the proxy form by mail, please notify the Company via email at companysecretary@planbmedia.co.th, specifying your full name and mailing address for delivery of the proxy form.

Shareholders may appoint Mrs. Monluedee Sookpantararat, an independent director, as their proxy to attend the meeting and vote on their behalf, as detailed in **Enclosure 6** (Information on the Independent Director for Proxy Appointment and Definition of Independent Director). Shareholders may submit the duly signed proxy form, affixed with a THB 20 stamp duty, together with supporting documents, to the Company Secretary Department, Plan B Media Public Company Limited, 1700 Plan B Tower, New Phetchaburi Road, Makkasan Sub-district, Ratchathewi District, Bangkok 10400, Tel. (662) 530-8053-6 ext. 131, or via email at companysecretary@planbmedia.co.th, by 7 April 2026 (B.E. 2569).

Sincerely yours,

-Pennapha Dhanasarnsilp-

(Pennapha Dhanasarnsilp, Ph.D.)

Vice Chairman

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